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## Ron T. Mackail & Associates, P.A. Accountants

Ron T. Mackail Jean M. Crane Edward C. Sterling

636 U.S. Highway One Suite 118 North Palm Beach, FL 33408-4611 (561) 881-1488 (561) 881-1490 **Facsimile** 

May 22, 1998

**Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

RE:

**DEPENDABLE POOLS, INC.** 

CHANGE TO ARTICLES OF INCORPORATION

Dear Sir/Madam:

Enclosed please find the original amendment to the articles of incorporation executed by our client, Dependable Pools, Inc. Also enclosed is a check in the amount of \$35.00 to cover the fee for amending the articles. Please return, to our office, a letter of acceptance for these SAM SOM 9.55 amendments.

If you have any questions, please do not hesitate to contact me.

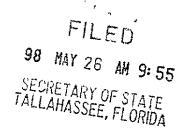
Respectfully yours,

Janet Smith, Secretary to Ron T. Mackail, Accountant

RTM/jms

**Enclosures** 

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:		
FI TLC		

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

MR. CULPEPPER HAS RESIGNED AS VICE PRESIDENT AND TREASURER AND HAS SIGNED HIS 40 SHARES OF TREASURY STOCK BACK TO DEPENDABLE POOLS, INC. AS OF MAY 6, 1998 AND ACCEPTED BY ITS PRESIDENT ON MAY 6, 1998.

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THIRD: The date of each amendment's adoption: MAY 6, 1998		
FOURTH: Adoption of Amendment(s) (CHECK ONE)		
****	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient	
	for approval byvoting group	
	voting group	
O	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signed this $\frac{22}{4}$ day of $\frac{19}{4}$ , $\frac{19}{4}$ , $\frac{19}{4}$ .  Signature $\frac{19}{4}$ Viny one		
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
OR		
(By a director if adopted by the directors)		
	OR	
(By an incorporator if adopted by the incorporators)		
Nick Vinyard Typed or printed name  President		
President		